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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 617-6383

From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
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12 FEB 23 PM 3:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Foreign Limited Liability Company
BNY Mellon Capital Markets, LLC

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$125.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12 FEB 23 AM 6:31

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B. BOSTICK
FEB 24 2012
2/23/2012
EXAMINER

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: BNY Mellon Capital Markets, LLC

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:

Mary Lou Olinski

Name of Person

BNY Mellon Capital Markets, LLC

Firm/Company

500 Grant Street, Suite 4826 (AIM 151-4826)

Address

Pittsburgh, PA 15258

City/State and Zip Code

joanne.huber@bnymellon.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mary Lou Olinski

Name of Person

at (412)

234-6345

Area Code & Daytime Telephone Number

MAILING ADDRESS:

Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy
- \$160.00 Filing Fee, Certificate of Status & Certified Copy

SECRET
TALLAHASSEE, FLORIDA

12 FEB 23 AM 9:36

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. BNY Mellon Capital Markets, LLC (Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. 23-2384977 (FEI number, if applicable)

4. 11/26/1985 (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Filing (Date first transacted business in Florida, if prior to registration. (See sections 608.501 & 608.502 F.S. to determine penalty liability))

7. 32 Old Slip, 15th Floor New York, New York 10286 (Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here [X]

9. The name and usual business addresses of the managing members or managers are as follows:

See Attached

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Provide Broker-Dealer services

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.) John M. Gavin, Jr. Typed or printed name of signee

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BNY Mellon Capital Markets, LLC

9. The name and usual business addresses of the managing members or managers are as follows:

Paul F. Casey
32 Old Slip, 15th Floor
New York, NY 10286

Daniel C. de Menocal
32 Old Slip, 15th Floor
New York, NY 10286

Stephen P. Ford
500 Grant Street, 4th Floor
Pittsburgh, PA 15258

C. Delaney Gardiner
32 Old Slip, 15th Floor
New York, NY 10286

John M. Gavin, Jr.
32 Old Slip, 15th Floor
New York, NY 10286

Jeffrey S. Gearhart
500 Grant Street, 4th Floor
Pittsburgh, PA 15258

Daniel Klinger
32 Old Slip, 15th Floor
New York, NY 10286

Warren J. Share
32 Old Slip, 15th Floor
New York, NY 10286

Harold Skirlis
32 Old Slip, 15th Floor
New York, NY 10286

Gary M. Strumeyer
32 Old Slip, 15th Floor
New York, NY 10286

Fred S. Yosca
32 Old Slip, 15th Floor
New York, NY 10286

12 FEB 23 AM 8:31
RECORDED & INDEXED
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

BNY Mellon Capital Markets, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

CT Corporation System

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL 33324

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

CT Corporation System

By:

Connie Bryan
(Signature)

Connie Bryan
Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

12 FEB 23 AM 10:35

2011 02 23

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BNY MELLON CAPITAL MARKETS, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

12 FEB 23 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



2076828 8300

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You may verify this certificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9385065

DATE: 02-23-12